

May 15, 2019

800 N. Shoreline Blvd
Suite 1600N
Corpus Christi, TX 78401

Re.: Change of Control Consent Letter

Dear Sir/Madam,

Reference is made to that certain supply agreement, by and between Freese and Nichols Inc. and Covance Research Products (the **"Company"**) dated August 2017 (the **"Agreement"**).

This letter is to advise you that Covance Inc. (**"Covance"**), Envigo RMS Holding Corp. (**"Envigo"**), and certain other parties thereto have entered into a definitive agreement for the sale of the Covance's Research Products business, pursuant to which Envigo has agreed to acquire all of the issued and outstanding capital stock of Covance Research Products Inc. (the **"Proposed Transaction"**). As a result of the Proposed Transaction, there will be a change of control of the Company to Envigo, which may be treated as a deemed assignment under the Agreement. The Proposed Transaction is expected to close as early as June 3, 2019, subject to customary closing conditions and regulatory approvals.

Under the terms of the Agreement or applicable law, Freese and Nichols Inc. may be required to consent to the change of control resulting from the Proposed Transaction. Accordingly, the Company requests that you (i) waive any applicable notice requirements under the Agreement, (ii) consent to the Proposed Transaction, including without limitation, the change of control of the Company and any deemed assignment of the Agreement, and (iii) ~~wave any and all rights, obligations and requirements arising under the Agreement in connection with or as a result of the Proposed Transaction, including, without limitation, any rights you may have to terminate, amend, modify or alter any benefits or obligations of any of the parties under the Agreement, or to claim a breach or default under the Agreement.~~ Freese and Nichols Inc. hereby acknowledges and agrees that the consummation of the Proposed Transaction shall not modify the terms and conditions of the Agreement and shall remain bound pursuant to the terms and conditions of the Agreement as though Envigo were a party to the Agreement in the place of the Company, and that Freese and Nichols Inc. will perform its obligations under the Agreement in favor of Envigo.

We kindly request that you sign where indicated below and return the signed copy to Contracts Mailbox at Contracts@covance.com as soon as possible (and no later than May 24, 2019).

If you have any questions regarding this letter, please contact us. We appreciate your assistance and thank you in advance for your prompt attention and cooperation with this matter.

Sincerely,

Marianne Levandoski

By: Marianne Levandoski

Name: Marianne Levandoski

Title: Vice President-Strategic Sourcing & Procurement

458 South Main Street

Burlington, North Carolina 27215

Telephone: 336-436-2500

Fax: 336-436-1006

ACKNOWLEDGED AND AGREED:

(as modified)

Freese and Nichols Inc.

By: Raymond R. Longoria

Name: RAYMOND R. LONGORIA

Title: VICE PRESIDENT

Dated: 30 JUN 19